


Sale of Seattle Wallboard Plant to Norwest Gypsum, Inc.
Closing Documents

1. Copy of Assignment of Buyer's interest under Option Agreement dated October 21, 1977 to Norwest Gypsum, Inc.
2. Certified resolutions of the F & M Corporation authorizing assignment of Option Agreement to Norwest Gypsum, Inc.
3. Copy of consent of Kaiser Gypsum Company, Inc. to assignment of Rock and Paper Supply Contracts for collateral to Seattle First National Bank
4. Executed copy of Agreement for Sale of Assets dated February 13, 1978 (exercising the option)
5. Certified resolutions of Norwest Gypsum, Inc. approving exercise of option and closing of sale
6. Certificate of Incumbency of Officers of Norwest Gypsum, Inc.
7. Certificate of Norwest Gypsum, Inc. regarding Buyer's representations and warranties
8. Opinion of counsel for Norwest Gypsum, Inc.
9. Certified resolutions of Kaiser Gypsum Company, Inc. approving sale
10. Certificate of Incumbency of Officers of Kaiser Gypsum Company, Inc.
11. Certified copy of Articles of Incorporation of Kaiser Gypsum Company, Inc.
-  12. Certified copy of By-Laws of Kaiser Gypsum Company, Inc.
13. Opinion of counsel for Seller
14. Letter dated February 14, 1978 regarding Seller's representations and warranties
15. Copy of Deed
16. Copy of real estate excise tax certificate
17. Copy of grant of easement to Buyer for truck and conveyor facilities
18. Copy of grant of reciprocal easements for ingress and egress to Kaiser Cement & Gypsum Corporation plant and wallboard plant
19. Certified resolutions of Kaiser Cement & Gypsum Corporation approving granting of easement

20. Certificate of Incumbency of Officers of Kaiser Cement & Gypsum Corporation
21. Certified copy of Articles of Incorporation of Kaiser Cement & Gypsum Corporation
22. Certified copy of By-Laws of Kaiser Cement & Gypsum Corporation
23. Copy of Bill of Sale for inventory
24. Copy of Bill of Sale for equipment and Amendment thereto
25. Copy of Bill of Sale to IMP Mill (after closing)
26. Computation of inventory value
27. Resale certificate from Buyer relating to inventory
28. Seller's Escrow Instructions
29. Letter of assurance from Seattle First National Bank (endorsed by Norwest Gypsum, Inc.) regarding closing
30. Computation of closing funds
31. Copy of Gypsum Rock Supply Contract dated February 4, 1978
32. Copy of Gypsum Board Paper Supply Contract dated February 4, 1978
33. Copy of Sublease to Norwest Gypsum, Inc. of Manufacturers Hanover Leasing Corporation pickup truck lease
34. Copy of Assignment to Norwest Gypsum, Inc. of Consolidated Leasing Agreement on 1977 Mercury Cougar automobile
35. Copy of Assignment of Seller's service and supply agreements (6 agreements)
36. Seller's press release
37. Closing statement (together with copies of Kaiser's computations of prorations of real and personal property taxes)
38. Computation of impact of Seattle sale on Kaiser Gypsum Company, Inc.